



BRNL/CS/2023-24/35
12th December, 2023

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400 001
(BSE Scrip Code: 540700)

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor, Plot no. C/1,
G Block Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 051
(NSE Symbol: BRNL)

Dear Sir,

Sub.: Disclosure under Regulation 30 read with Schedule III Part A Para A Clause 20 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref: Administrative Warning Letter received from SEBI dated 12th December, 2023

This is to inform that the Securities and Exchange Board of India (SEBI) has issued an administrative warning vide their letter dated 12th December, 2023 regarding non-compliance with Regulation 18(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The above violations have been viewed seriously by SEBI. Therefore, the Company Secretary was warned and was advised to ensure compliance with all applicable provisions of SEBI Regulations.

The aforesaid letter is enclosed herewith. There is no impact on financial, operation or other activities of the Company pursuant to the above mentioned administrative warning letter.

This is for your information and records.

Yours faithfully,

For **Bharat Road Network Limited**

Ankita Rathi

Company Secretary and Compliance Officer

Encl: a/a

Bharat Road Network Limited

CIN: L45203WB2006PLC112235

Registered Office: Plot No. X1 – 2 & 3, Ground Floor, Block – EP, Sector – V, Salt Lake City, Kolkata – 700 091

Tel.: +91 33 6666 2700 **Email:** corporate@brnl.in

Website: www.brnl.in



Deputy General Manager
Corporation Finance Department
Division of Supervision, Enforcement & Complaints - 1
Email: jitendrak@sebi.gov.in

BY EMAIL AND SPAD

SEBI/HO/CFD/SEC-1/OW/P/2023/49776/1
December 11, 2023

Bharat Road Networks Limited
Vishwakarma Building, 5th Floor,
86C, Topsia Road (South),
Kolkata, West Bengal, 700046

Kind attention: Company Secretary and Compliance officer

Sir/Madam,

Subject: Administrative warning letter – Non-Compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR Regulations”)

1. This is with reference to the meetings of Audit Committee of Bharat Road Networks Limited (“Company”) under the provision of SEBI LODR Regulations, 2015.
2. It was observed that the two consecutive meetings of Audit Committee of the Company were held on January 23, 2023 and May 25, 2023.
3. Having regard to the above, the gap of 121 days between abovementioned two consecutive meetings is not in compliance with the provisions of Regulation 18(2) of the SEBI (LODR) Regulations, 2015, which requires that meetings of the Audit Committee shall be conducted in such a manner that not more than one hundred and twenty days shall elapse between any two consecutive meetings.
4. The aforesaid non-compliance is viewed seriously. You are hereby warned and advised to ensure compliance with all applicable provisions of SEBI





Regulations. Any such aberration in future would be viewed seriously and appropriate action would be initiated.

5. You are also advised to place this letter before your Board of Directors in its next meeting and disseminate the same to the stock exchange(s). The stock exchanges are advised to take note of the contents of the letter.

Yours faithfully,

Jitendra Kumar

Jitendra Kumar



Copy to:

- 1) National Stock Exchange of India Limited (*via email*)
- 2) BSE Limited (*via email*)